

Jones Roger  
 Form 3  
 November 02, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|   |         |                                      |  |  |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * |         | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol                            |  |
| Â Jones Roger                             |         | (Month/Day/Year)                     | TransDigm Group INC [TDG]  |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer                       | 5. If Amendment, Date Original Filed(Month/Day/Year) |
|   |         | 10/22/2009                           |  |  |
| AEROCONTROLEX GROUP,Â 313 GILLET STREET   |         |                                      | (Check all applicable)   |  |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director                                      | <input type="checkbox"/> 10% Owner                   |
|   |         |                                      | <input checked="" type="checkbox"/> Officer                            | <input type="checkbox"/> Other                       |
|   |         |                                      | (give title below) (specify below)                                     |  |
|   |         |                                      | Pres., AeroControlex Group   |  |
| PAINESVILLE,Â OHÂ 44077                   |         |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line)             |  |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Form filed by One Reporting Person |  |
|   |         |                                      | <input type="checkbox"/> Form filed by More than One Reporting Person  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

|                                 |   |  |   |
|---------------------------------|---|--|---|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

|  |  |   |  |  |   |
|--|--|---|--|--|---|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|  | Date Exercisable   | Expiration Date   | Title  | Amount or Number of                                  |   |

## Edgar Filing: Jones Roger - Form 3

|              |            |            |                 | Shares |          | or Indirect<br>(I)<br>(Instr. 5) |   |
|--------------|------------|------------|-----------------|--------|----------|----------------------------------|---|
| Stock Option | 09/30/2004 | 08/05/2013 | Common<br>Stock | 6,028  | \$ 6.68  | D                                | Â |
| Stock Option | 09/30/2006 | 12/31/2015 | Common<br>Stock | 17,423 | \$ 13.37 | D                                | Â |
| Stock Option | 12/31/2005 | 12/13/2015 | Common<br>Stock | 4,488  | \$ 13.37 | D                                | Â |
| Stock Option | 09/30/2007 | 12/01/2016 | Common<br>Stock | 6,000  | \$ 25.6  | D                                | Â |
| Stock Option | 12/01/2007 | 12/01/2016 | Common<br>Stock | 1,500  | \$ 25.6  | D                                | Â |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                              |       |
|---|---------------|-----------|------------------------------|-------|
|   | Director      | 10% Owner | Officer                      | Other |
| Jones Roger<br>AEROCONTROLEX GROUP<br>313 GILLETT STREET<br>PAINESVILLE, OH 44077 | Â             | Â         | Â Pres., AeroControlex Group | Â     |

## Signatures

Halle Fine Terrion as attorney in fact for Roger Jones 11/02/2009

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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